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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

HIGHLAND CAPITAL MANAGEMENT, L.P.,¹

Reorganized Debtor.

)
) Chapter 11
)
) Case No. 19-34054-sgj11
)
)
)
)

**DECLARATION OF JOHN A. MORRIS IN SUPPORT OF HIGHLAND CAPITAL
MANAGEMENT, L.P.'S OBJECTION
TO MOTION TO WITHDRAW PROOF OF CLAIM**

¹ The Reorganized Debtor's last four digits of its taxpayer identification number are (8357). The headquarters and service address for the Reorganized Debtor is 100 Crescent Court, Suite 1850, Dallas, TX 75201.

I, John A. Morris, pursuant to 28 U.S.C. § 1746, under penalty of perjury, declare as follows:

1. I am an attorney in the law firm of Pachulski, Stang, Ziehl & Jones LLP, counsel to Highland Capital Management, L.P. (“Highland”), the reorganized debtor in the above-captioned chapter 11 case. I submit this Declaration in support of *Highland Capital Management, L.P.’s Objection to Motion to Withdraw Proof of Claim* (the “Objection”) being filed contemporaneously with this Declaration. This Declaration is based on my personal knowledge and review of the documents listed below.

2. Attached hereto as **Exhibit 1** is a true and correct copy of the August 4, 2022, deposition transcript of BH Equities, LLC, by and through its designated representative, Dustin Thomas.

3. Attached hereto as **Exhibit 2** is a true and correct copy of *SE Multifamily Holdings LLC Limited Liability Company Agreement* dated as of August 23, 2018.

4. Attached hereto as **Exhibit 3** is a true and correct copy of the *Bridge Loan Agreement* dated as of September 26, 2018 among Highland Capital Management, LP, HCRE Partners, LLC, The Dugaboy Investment Trust, The SLHC Trust, Nexpoint Advisors, L.P., Nexpoint Real Estate Advisors IV, L.P., SE Multifamily Reit Holdings, LLC, and Certain Property Owners Listed Herein, collectively, as Borrower and The Lenders Party Hereto and KeyBank National Association, as Administrative Agent and KeyBanc Capital Markets, as Sole Lead Arranger and Bookrunner.

5. Attached hereto as **Exhibit 4** is a true and correct copy of the August 11, 2021, deposition transcript of Rob Wills, Esquire.

6. Attached hereto as **Exhibit 5** is a true and correct copy of the *SE Multifamily Holdings LLC First Amended and Restated Limited Liability Company Agreement* dated as of March 15, 2019, to be effective as of August 23, 2018.

7. Attached hereto as **Exhibit 6** is a true and correct copy of HCRE Partners, LLC's Proof of Claim No. 146, filed on April 8, 2020.

8. Attached hereto as **Exhibit 7** is a true and correct copy of *Nexpoint Real Estate Partners LLC'S Response to Debtor's First Omnibus Objection to Certain (A) Duplicate Claims; (B) Overstated Claims; (C) Late Filed Claims; (D) Satisfied Claims; (E) No-Liability Claims; and (F) Insufficient-Documentation Claims* [Docket No. 1197] filed on October 16, 2020.

9. Attached hereto as **Exhibit 8** is a true and correct copy of an email string between Bill Gameros and me dated March 31, 2022, April 4, 2022, and April 19, 2022.

10. Attached hereto as **Exhibit 9** is a true and correct copy of an email between Wade Carvell and me dated July 8, 2022.

11. Attached hereto as **Exhibit 10** is a true and correct copy of an email from Bill Gameros to me dated July 26, 2022.

12. Attached hereto as **Exhibit 11** is a true and correct copy of an email from Paul Broaddus to himself, Dusty Thomas, and Ben Roby (with a copy to Matt McGraner) dated March 15, 2019, which was attached to the BH Equities Transcript as Exhibit 5.

13. Attached hereto as **Exhibit 12** is a true and correct copy of an email string between Dusty Thomas and Paul Broaddus dated October 12, 2018, and March 15, 2019, which was attached to the BH Equities Transcript as Exhibit 6.

14. Attached hereto as **Exhibit 13** is a true and correct copy of an email string from Paul Broaddus to Dusty Thomas dated March 15, 2019, which was attached to the BH Equities Transcript as Exhibit 7.

15. Attached hereto as **Exhibit 14** is a true and correct copy of an email string between Bill Gameros and me dated August 9, 2022, and August 10, 2022.

16. Attached hereto as **Exhibit 15** is a true and correct copy of a letter dated June 28, 2022, from Gregory Demo, Esq., to D. Wade Carvell, Esq.

17. Attached hereto as **Exhibit 16** is a true and correct copy of an email string among Deborah R. Deitch-Perez, Bill Gameros, Wade Carvell, Michael P. Aigen, and me dated July 13, 2022, and July 22, 2022.

I declare under penalty of perjury of the laws of the United States that the foregoing is true and correct.

Dated: September 2, 2022

/s/ John A. Morris

John A. Morris